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**UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION**

PRIMARIUS CAPITAL, LLC;  
PRIMARIUS CHINA FUND, LP;  
PRIMARIUS FOCUS, LP; PRIMARIUS  
PARTNERS, LP; and PRIMARIUS  
OFFSHORE PARTNERS LTD., }  
Plaintiffs, }  
vs.  
JAYHAWK CAPITAL  
MANAGEMENT, LLC; JAYHAWK  
CHINA FUND (CAYMAN), LTD.;  
JAYHAWK INVESTMENTS, LP;  
JAYHAWK INSTITUTIONAL  
PARTNERS, LP; KENT C.  
MCCARTHY and Does 1 through 100,  
inclusive, }  
Defendants. }

**IT IS HEREBY STIPULATED AND AGREED**, by and among counsel for the undersigned parties that:

1. The parties to this action have agreed to submit the claims stated in

1 Plaintiffs' First Amended Complaint and related counterclaims to arbitration under  
2 the auspices of Judicial Arbitration and Mediation Services, Inc.; and

3 2. This action shall be stayed in its entirety pending the outcome of the  
4 arbitration referred to in the preceding paragraph. All pending motions and other  
5 dates shall be taken off calendar.

6  
7 Dated: September 27, 2007

Respectfully submitted,

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**FAGELBAUM & HELLER LLP**

12 By: 

13  
14 Philip Heller, PLC  
15 Attorneys for Plaintiffs

16  
17 Dated: September 27, 2007

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20  
**KIRKLAND & ELLIS LLP**

21 By: 

22 John F. Hartmann  
23 Attorneys for Defendants

24 IT IS SO ORDERED.  
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Claudia Wilken  
United States District Judge

## PROOF OF SERVICE

STATE OF CALIFORNIA }  
COUNTY OF LOS ANGELES }

I am employed in the County of Los Angeles, State of California. I am over the age of 18 and not a party to the within action; my business address is 2049 Century Park East, Suite 4250, Los Angeles, California 90067.

On September 27, 2007, served the foregoing document described as *Stipulation and [Proposed] Order* by placing a copy thereof enclosed in sealed envelopes addressed as follows:

*[See Attached Service List]*

[X] BY U.S. MAIL - I deposited such envelope(s) in the mail at Los Angeles, California. The envelope was mailed with postage thereon fully prepaid as follows: I am readily familiar with this firm's practice of collection and processing correspondence for mailing. Under the practice it would be deposited with the U.S. Postal Service on the same day with postage thereon fully prepaid at Los Angeles, California in the ordinary cause of business. I am aware that on motion of the party served, service is presumed invalid if postal cancellation date or postage meter date is more than one day after date of deposit for mailing in affidavit

[ ] BY FEDERAL EXPRESS - I deposited such envelope in the drop box at Los Angeles, California. I am readily familiar with this firm's practice of collection and processing correspondence for Federal Express. Under the practice it would be deposited in the Federal Express drop-box for pickup on the same day at Los Angeles, California in the ordinary cause of business.

[ ] BY FACSIMILE – I caused such a document to be sent via facsimile to the appropriate facsimile number(s) for the addressee(s) below, at or about \_\_\_\_\_.m. from (310) 286-7086, and received confirmation that the fax transmission was successfully completed.

[ ] BY PERSONAL SERVICE - I caused such an envelope to be hand delivered to the office of the addressee.

[ ] [State] I declare under penalty of perjury under the laws of the State of California that the above is true and correct.

[X] [Federal] I declare that I am in the office of a member of the bar of this court at whose direction the service was made.

Executed on September 27, 2007 at Los Angeles, California

Joni Scarlett

## SERVICE LIST

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**Attorneys for Respondents, Jayhawk Capital Management LLC, Jayhawk China Fund (Cayman), Ltd., and Jayhawk Investments LP and Kent McCarthy**